

WC 06-177

Before the  
**FEDERAL COMMUNICATIONS COMMISSION**  
Washington, D.C. 20554

RECEIPT

FCC/MELLON

SEP 14 2006

In the Matter of

**The Germantown Independent Telephone Company**  
Transferor

**MJD Ventures, Inc.**  
Transferee

For Transfer of Control of The Germantown Independent  
Telephone Company and its Subsidiary Germantown Long  
Distance Company, which Provide Interstate Exchange Access  
and Interexchange Services in Ohio Pursuant to Domestic Blanket  
Authorizations under Section 214 of the Communications Act

WC Docket No. \_\_\_\_

TO: Chief, Wireline Competition Bureau

**APPLICATION FOR STREAMLINED TRANSFER OF CONTROL  
OF DOMESTIC BLANKET SECTION 214 AUTHORIZATIONS**

The Germantown Independent Telephone Company<sup>1</sup> ("GITC" or "Transferor";  
FRN: 0003734696) and MJD Ventures, Inc. ("MJD" or "Transferee"; FRN: 0009406356)  
hereby request Commission authorization for the transfer of control of the blanket  
domestic Section 214 authorizations for interstate exchange access services and interstate  
interexchange services held by GITC and its subsidiary Germantown Long Distance  
Company ("GLDC"; FRN: 0003734720) from the approximately one hundred eighty-  
seven (187) existing shareholders of GITC to MJD.

The proposed transaction will be accomplished by the merger of FairPoint  
Germantown Corporation ("FGC"), a newly-formed Ohio corporation owned one

<sup>1</sup> Technically, the transferors in this proceeding are the approximately 187 existing shareholders of GITC. However, given that no single shareholder owns more than 13.70 percent of the common stock of GITC or exercises *de jure* control over GITC, control is instead exercised by GITC's Board of Directors and its officers. Therefore, GITC has been designated as the Transferor for purposes of this application.

hundred percent (100.0%) by MJD, into GITC, with GITC continuing as the surviving corporation. The pre-merger shares and rights of GITC will be converted or cancelled, subject to various provisions for the payment of the merger consideration to consenting and dissenting shareholders. At the completion of the various merger procedures, all of the issued and outstanding common stock of GITC will be owned by MJD. Control of GITC will give MJD and its parent corporation FairPoint Communications, Inc. ("FairPoint"; FRN: 0007709991) control of the blanket domestic Section 214 authorizations held by GITC and its subsidiary GLDC.

This application qualifies for presumed streamlined treatment pursuant to Section 63.03(b)(2)(iii) of the Commission's Rules because: (1) both before and after completion of the proposed transaction, MJD and its affiliates will have a market share in the interstate, interexchange market of substantially less than 10 percent; (2) MJD's affiliates (and particularly its Ohio subsidiaries The Orwell Telephone Company and The Columbus Grove Telephone Company) and GITC are incumbent independent local exchange carriers (as defined in Section 64.1902 of the Commission's Rules) that have, in combination, fewer than two percent (2.0%) of the nation's subscriber lines installed in the aggregate nationwide; and (3) the service areas of MJD and its affiliates are not overlapping with, or adjacent to, GITC's service area.

In accordance with the requirements of Section 63.04(a) of the Commission's Rules, the applicants submit the following information:

**(1) Name, address and telephone number of each applicant:**

**Transferor:**

The Germantown Independent Telephone Company  
36 North Plum Street  
Germantown, Ohio 45327  
Telephone: (937) 855-6511  
Facsimile: (937) 855-3291

**Transferee:**

MJD Ventures, Inc.  
521 East Morehead Street, Suite 250  
Charlotte, North Carolina 28202  
Telephone: (704) 344-8150  
Facsimile: (704) 344-1594

**(2) Government, state or territory under the laws of which each corporate or partnership applicant is organized:**

GITC is a corporation organized under the laws of the State of Ohio.

GLDC is a corporation organized under the laws of the State of Ohio.

MJD is a corporation organized under the laws of the State of Delaware.

FairPoint is a corporation organized under the laws of the State of Delaware.

FGC is a corporation organized under the laws of the State of Ohio.

**(3) Name, title, post office address, and telephone number of the officer or contact person to whom correspondence concerning the application is to be addressed:**

**For Transferors:**

Dennis L. Carlsen, President  
The Germantown Independent Telephone Company  
36 North Plum Street  
Germantown, Ohio 45327  
Telephone: (937) 855-6511  
Facsimile: (937) 855-3291

With a copy to Counsel:  
 Michelle W. Cohen, Esquire  
 Thompson Hine LLP  
 1920 N Street, N.W. (Suite 800)  
 Washington, D.C. 20036  
 Telephone: (202) 263-4151  
 Facsimile: (202) 331-8330

**For Transferee:**

Shirley J. Linn, Esquire  
 Executive Vice President and General Counsel  
 MJD Ventures, Inc.  
 521 East Morehead Street, Suite 250  
 Charlotte, North Carolina 28202  
 Telephone: (704) 344-8150  
 Facsimile: (704) 344-1594

With a copy to Counsel:  
 Gerard J. Duffy, Esquire  
 Blooston, Mordkofsky, Dickens, Duffy & Prendergast  
 2120 L Street, N.W. (Suite 300)  
 Washington, D.C. 20037  
 Telephone: (202) 659-0830  
 Facsimile: (202) 828-5568

- (4) **Name, address, citizenship and principal business of any person or entity that directly owns at least ten (10) percent of the equity of the applicant, and the percentage of equity owned by each of those entities:**

**GITC Prior to Transaction:**

The names, addresses, citizenship and principal businesses of the entities that presently own at least ten (10) percent of the equity of GITC are:

| <u>Name &amp; Address</u>   | <u>%<br/>Equity</u> | <u>Citizenship</u> | <u>Principal Business</u> |
|---|---------------------|--------------------|---------------------------|
| Vincent Holdings, Inc.<br>756 Tyvola Road, Suite 100<br>Charlotte, NC 28217 | 13.70%              | NC<br>Corp.        | Telecommunications        |
| Nora A. Slifer<br>36 North Plum Street<br>Germantown, OH 45327              | 12.86%              | U.S.A.             | Telecommunications        |

In turn, the names, addresses, citizenship and principal businesses of the entities that presently own at least ten (10) percent of the equity of Vincent Holdings, Inc. are:

| <u>Name &amp; Address</u>  | <u>%<br/>Equity</u> | <u>Citizenship</u> | <u>Principal Business</u> |
|--|---------------------|--------------------|---------------------------|
| Signal Equity Partners II, LP<br>756 Tyvola Road, Suite 100<br>Charlotte, NC 28217 | 51.0%               | DE<br>L.P.         | Investments               |

The general partner of Signal Equity Partners II, LP is Signal Equity Advisers II, LLC, which in turn is owned by Timothy P. Bradley (23.3%), Alfred J. Puchala, Jr. (22.3%), Christian Nolen (19.6%), Malcolm C. Nolen (19.6%) and Charles T. Lake II (11.2%), all of whom may be contacted at the 756 Tyvola Road address and all of whom are U.S. citizens.

| <u>Name &amp; Address</u>  | <u>%<br/>Equity</u> | <u>Citizenship</u> | <u>Principal Business</u> |
|--|---------------------|--------------------|---------------------------|
| American Broadband<br>Communications, LLC<br>756 Tyvola Road, Suite 100<br>Charlotte, NC 28217 | 49.0%               | DE<br>LLC          | Telecommunications        |

American Broadband Communications, LLC is owned and controlled by William H. Tucker (50.0%) and Patrick L. Eudy (47.5%), both of whom are U.S. citizens.

**GITC After Transaction:**

The name, address, citizenship and principal business of the only entity that will own at least ten (10) percent of the equity of GITC after completion of the proposed transaction is:

| <u>Name &amp; Address</u>   | <u>%<br/>Equity</u> | <u>Citizenship</u> | <u>Principal Business</u> |
|---|---------------------|--------------------|---------------------------|
| MJD Ventures, Inc.<br>521 East Morehead Street<br>Charlotte, NC 28202 | 100.0%              | DE<br>Corp.        | Telecommunications        |

In turn, the name, address, citizenship and principal business of the only entity that owns at least ten (10) percent of the equity of MJD both before and after the proposed transaction is:

| <u>Name &amp; Address</u>   | <u>%<br/>Equity</u> | <u>Citizenship</u> | <u>Principal Business</u> |
|---|---------------------|--------------------|---------------------------|
| FairPoint Communications, Inc.<br>521 East Morehead Street<br>Charlotte, NC 28202 | 100.0%              | DE<br>Corp.        | Telecommunications        |

FairPoint Communications, Inc. is a publicly traded corporation (New York Stock Exchange; Symbol: FRP). Approximately 75 percent of its common voting stock is held by members of the general public. The names, addresses, citizenship and principal businesses of the only entities that own at least ten (10) percent of the common voting stock of FairPoint Communications, Inc. are:

| <u>Name &amp; Address</u>  | <u>% Equity</u> | <u>Citizenship</u> | <u>Principal Business</u> |
|--|-----------------|--------------------|---------------------------|
| Thomas H. Lee Equity Fund IV, L.P.<br>100 Federal Street, 35 <sup>th</sup> Floor<br>Boston, MA 02110 | 11.35%          | DE<br>L.P.         | Investments               |

The general partner of Thomas H. Lee Equity Fund IV, L.P. is THL Equity Advisors, IV, LLC. In turn, Thomas H. Lee Partners, LP, controls THL Equity Advisors, IV, LLC. Kent R. Weldon, a U.S. citizen, is the Managing Director of Thomas H. Lee Partners, LP. Mr. Weldon and all of the Thomas H. Lee Partners entities may be contacted at 100 Federal Street, 35<sup>th</sup> Floor, Boston, MA 02110.

| <u>Name &amp; Address</u>  | <u>% Equity</u> | <u>Citizenship</u> | <u>Principal Business</u> |
|--|-----------------|--------------------|---------------------------|
| Wellington Management Company, L.L.P.<br>75 State Street<br>Boston, MA 02109 | 14.00%          | MA<br>L.L.P.       | Investments               |

Perry Traquina, a U.S. citizen, serves as the President, Chief Executive Officer and Managing Partner of Wellington Management Company, LLP, which is a private limited liability partnership engaged in the business of investment management.

No other entities (beyond those identified above) directly or indirectly hold (or will hold as a result of this transaction) a ten percent (10%) or greater ownership interest in GITC, MJD or FairPoint.

- (5) **Certification pursuant to 47 C.F.R. Sections 1.2001 through 1.2003 that no party to the application is subject to denial of Federal benefits pursuant to section 5301 of the Anti-Drug Abuse Act of 1988.**

GITC and MJD hereby certify, pursuant to 47 C.F.R. Sections 1.2001 through 1.2003, that no party to the present application is subject to denial of Federal benefits pursuant to section 5301 of the Anti-Drug Abuse Act of 1988.

- (6) **Description of the transaction:**

The proposed transaction consists of the merger of FairPoint Germantown Corporation ("FGC"), a newly-formed Ohio corporation owned one hundred percent (100.0%) by MJD, into GITC, with GITC continuing as the surviving corporation. The pre-merger shares and rights of GITC will be converted or cancelled, subject to

various provisions for the payment of the merger consideration to consenting and dissenting shareholders. At the completion of the various merger procedures, all of the issued and outstanding common stock of GITC will be owned by MJD. Control of GITC will give MJD and its parent corporation FairPoint Communications, Inc. control of the blanket domestic Section 214 authorizations held by GITC and GLDC.

**(7) Description of the geographic areas in which the transferor and transferee (and their affiliates) offer domestic telecommunications services, and what services are provided in each area:**

A map of the local exchange telephone service areas in Ohio, including the local exchange service areas of GITC (No. 23, in Montgomery, Butler, Warren and Preble counties in southwestern Ohio) and of MJD affiliates The Orwell Telephone Company (No. 33, in Putnam, Hancock, Henry and Paulding counties in northwestern Ohio; and in Ashtabula, Trumbull and Geauga counties in northeastern Ohio) and The Columbus Grove Telephone Company (No. 18, in Putnam and Allen counties in northwestern Ohio) is attached as Exhibit A.

**Areas and Services of GITC and GLDC**

GITC is an independent local exchange carrier that provides local exchange telephone service (including call forwarding, call waiting, caller identification and three-way calling services), exchange access services, high-speed data services, dial-up Internet access services and digital subscriber line ("DSL") high-speed Internet access services within an approximate 45-square mile area in and about the Village of Germantown in Montgomery County, Ohio. GITC serves approximately 4,000 access lines in a local exchange area situated within the southwestern portion of Montgomery County, Ohio (with small extensions into the northeastern portion of Butler County, the northwestern portion of Warren County and the southeastern portion of Preble County). GITC also has received "edge out" authority from the Public Utilities Commission of Ohio to provide service in three exchanges adjacent to GITC's service area in southwestern Ohio: the Franklin and Miamisburg-West Carrollton, Ohio exchanges in which AT&T Corp. is the incumbent local exchange carrier ("ILEC"), and the Gratis, Ohio exchange in which Verizon North, Inc. is the ILEC.

GLDC resells interstate, intrastate and international long distance toll services furnished by facilities-based interexchange carriers. GLDC markets its resold services predominately within the Montgomery, Butler, Warren and Preble County areas served by GITC.

**Areas and Services of MJD and its Affiliates**

MJD and its parent corporation, FairPoint Communications, Inc., own twenty-nine local exchange telephone companies that serve a total of approximately 302,000 access line equivalents in eighteen states. A list of these twenty-nine local exchange

carriers, indicating their states of incorporation and service areas, is attached as Exhibit B. Together with various affiliates, these local exchange carriers provide local exchange and exchange access services; long distance voice and data services; Internet and broadband offerings; enhanced calling features; digital subscriber line services; Internet access; advanced data services; and cable television services.

Two MJD-affiliated ILECs presently provide domestic telecommunications services in Ohio, and a third MJD affiliate provides Internet access and cable television services.

The Orwell Telephone Company ("Orwell") serves four local exchanges (Orwell, Colebrook, North Bloomfield and Windsor) in northeastern Ohio (Ashtabula, Trumbull and Geauga counties) and five local exchanges (Belmore, Gilboa, Leipsic, Mt. Cory and Pandora) in northwestern Ohio (Putnam, Hancock, Henry and Paulding counties). Orwell provides local exchange telephone services (including enhanced calling features) and exchange access services in these nine exchanges, where it serves approximately 7,000 access lines. Orwell also provides long distance toll services, high-speed data services, dial-up Internet access services, high-speed Internet access services and cable television services in a substantial portion of these exchange areas.

The Columbus Grove Telephone Company ("CGTC") serves one local exchange (Columbus Grove) comprising approximately 1,900 access lines in northwestern Ohio (Putnam and Allen counties). CGTC provides local exchange telephone services (including enhanced calling features), exchange access services, long distance toll services, high-speed data services, dial-up Internet access services, and high-speed Internet access services in this exchange area.

Quality One Technologies, Inc., an MJD affiliate and CGTC subsidiary, provides Internet access and cable television services in Columbus Grove and Leipsic, Ohio.

**(8) Statement as to how the application fits into one or more of the presumptive streamlined categories in section 63.03 or why it is otherwise appropriate for streamlined treatment:**

Applicants believe that this application is entitled to streamlined processing pursuant to Section 63.03(b)(2)(iii) of the Commission's Rules. First, both before and after completion of the proposed transaction, MJD and its affiliates will have a market share in the interstate, interexchange market of substantially less than 10 percent. Second, the approximately 302,000 access line equivalents served by MJD's affiliated local exchange carriers (and the approximately 306,000 such access line equivalents served after completion of the proposed transaction) are far fewer than two percent of the nation's subscriber lines installed in the aggregate nationwide. These access lines comprise only a very small fraction of the 3,601,735 end-user switched access lines that constituted two percent of the nation's estimated 180,086,735 end-user switched access lines as of June 30, 2004. Source: Industry



Analysis and Technology Division, Trends in Telephone Service, April 2005, Table 8.1. Finally, the GITC service area is not overlapping with, or adjacent to, the Ohio service areas of Orwell or CGTC, or the service area of any other MJD affiliate.

**(9) Identification of all other Commission applications related to the same transaction:**

The Applicants will file an electronic application via the International Bureau Filing System for transfer of control of the International Section 214 authorization for global resale of switched services held by Germantown Long Distance Company, an Ohio corporation (File No. ITC-214-19970113-00018, granted February 26, 1997). No other Commission applications will be filed with respect to this transaction.

**(10) Statement of whether the applicants are requesting special consideration because either party to the transaction is facing imminent business failure:**

No party to the transaction is facing imminent business failure at this time. Therefore, the applicants are not requesting special consideration because a party to the transaction is facing imminent business failure.

**(11) Identification of any separately filed waiver requests being sought in conjunction with the transaction:**

No separately filed waivers or waiver requests are being sought in conjunction with the proposed transaction.

**(12) Statement showing how grant of the application will serve the public interest, convenience and necessity, including any additional information that may be necessary to show the effect of the proposed transaction on competition in domestic markets:**

The proposed transaction will serve the public interest by ensuring the continued availability of quality telecommunications services at affordable rates for the businesses and residents of the rural Germantown, Ohio area served by GITC. MJD and its parent company FairPoint are qualified and experienced operators of rural local exchange carriers in Ohio and seventeen other states.

In the short term, MJD will operate GITC in a manner virtually transparent to its customers, by continuing to provide the same services at the same rates, terms and conditions. In the longer run, as technological and market conditions change, MJD and FairPoint have greater access to economies of scale and scope, as well as to substantial financial, human, engineering, technical, marketing and information resources. Access to these economies and resources will enable GITC to make the infrastructure investments and operational adjustments necessary for it to compete successfully in the rapidly changing telecommunications industry.

Conclusion

In light of the foregoing facts and public interest considerations, the Commission is respectfully requested to authorize the transfer of control of the domestic blanket Section 214 authorizations for The Germantown Independent Telephone Company and its subsidiary Germantown Long Distance Company from the approximately one hundred eighty-seven (187) existing shareholders of GITC to MJD Ventures, Inc., and to afford the subject application presumptive streamlined treatment

GITC and MJD reiterate that they certify, pursuant to 47 C.F.R. §§1.2001 through 1.2003, that no party to the present application is subject to denial of Federal benefits pursuant to section 5301 of the Anti-Drug Abuse Act of 1988.

Respectfully submitted,

**THE GERMANTOWN INDEPENDENT TELEPHONE COMPANY    MJD VENTURES, INC.**

By Dennis L. Carlsen

By \_\_\_\_\_

Printed Name DENNIS L. CARLSEN

Printed Name \_\_\_\_\_

Title PRESIDENT

Title \_\_\_\_\_

Date September 13, 2006

Date \_\_\_\_\_

Conclusion

In light of the foregoing facts and public interest considerations, the Commission is respectfully requested to authorize the transfer of control of the domestic blanket Section 214 authorizations for The Germantown Independent Telephone Company and its subsidiary Germantown Long Distance Company from the approximately one hundred eighty-seven (187) existing shareholders of GITC to MJD Ventures, Inc., and to afford the subject application presumptive streamlined treatment

GITC and MJD reiterate that they certify, pursuant to 47 C.F.R. §§1.2001 through 1.2003, that no party to the present application is subject to denial of Federal benefits pursuant to section 5301 of the Anti-Drug Abuse Act of 1988.

Respectfully submitted,

**THE GERMANTOWN INDEPENDENT    MJD VENTURES, INC.**  
**TELEPHONE COMPANY**

By \_\_\_\_\_

By  \_\_\_\_\_

Printed Name \_\_\_\_\_

Printed Name Peter G. Nixon

Title \_\_\_\_\_

Title Chief Operating Officer

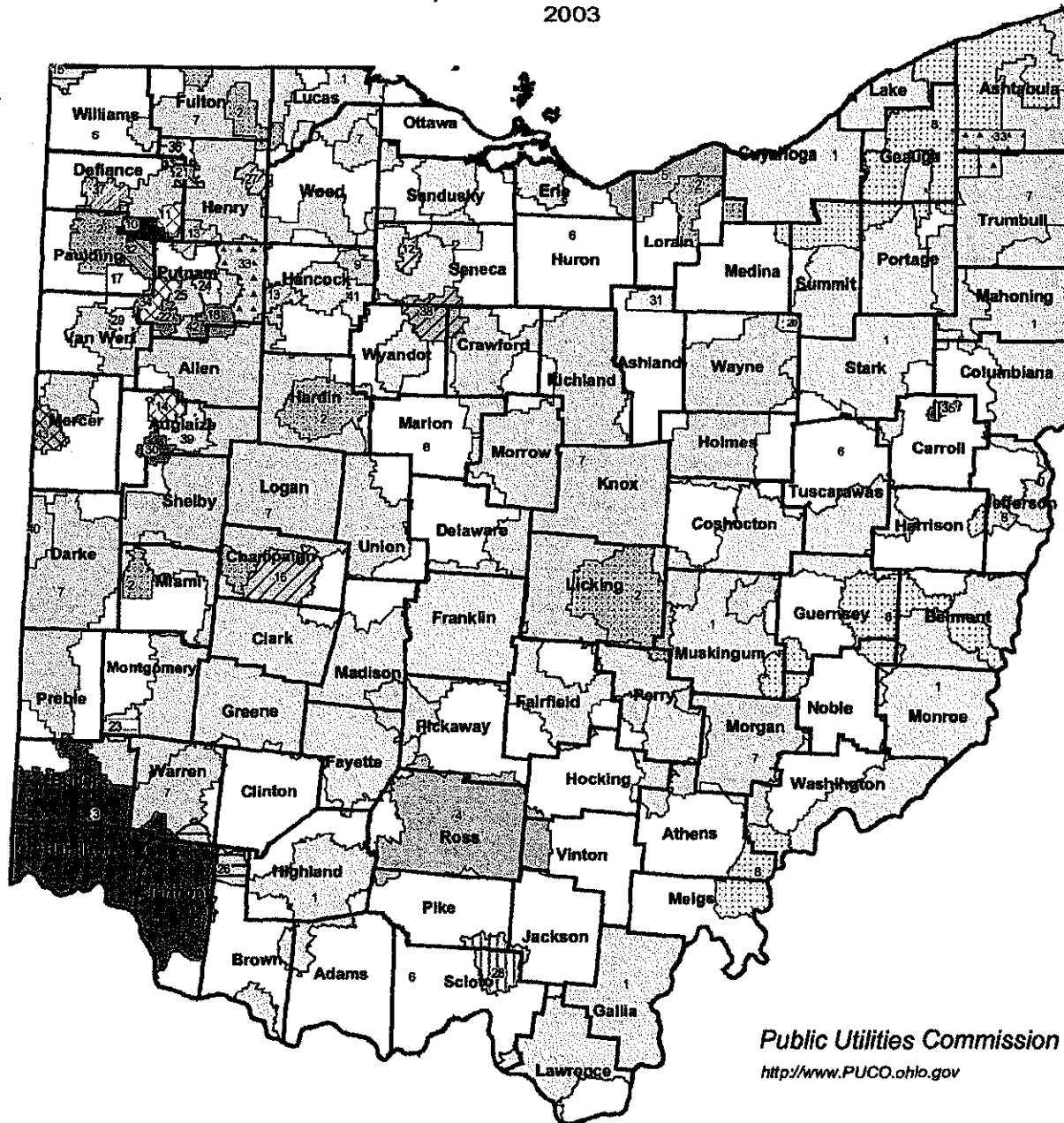
Date \_\_\_\_\_

Date September 13, 2006

**EXHIBIT A**

**MAP OF OHIO TELEPHONE SERVICE AREAS**

# Telephone Service Areas in Ohio 2003



Public Utilities Commission of Ohio  
<http://www.PUCO.ohio.gov>

## Large Incumbent LECs

## Small Incumbent LECs

|                                   |                    |                        |                         |                       |                        |
|-----------------------------------|--------------------|------------------------|-------------------------|-----------------------|------------------------|
| (1) SBC Ohio                      | (9) Arcadia (TDS)  | (16) Champaign         | (23) Germantown         | (30) New Knoxville    | (37) Sherwood Mutual   |
| (2) Alltel Ohio                   | (10) Arthur Mutual | (17) Continental (TDS) | (24) Glandorf           | (31) Nova             | (38) Sycamore          |
| (3) Cincinnati Bell               | (11) Ayersville    | (18) Columbus Grove    | (25) Kalia              | (32) Oakwood (TDS)    | (39) Telephone Service |
| (4) Chillicothe                   | (12) Bascom Mutual | (19) Conneaut          | (26) Little Miami (TDS) | (33) Orwell           | (40) United of Indiana |
| (5) Century                       | (13) Benton Ridge  | (20) Doylestown        | (27) McCleure           | (34) Ottoville Mutual | (41) Vanlue (TDS)      |
| (6) Verizon North                 | (14) Buckland      | (21) Farmers Mutual    | (28) Minford            | (35) Pattersonville   | (42) Vaughnsville      |
| (7) United of Ohio (d/b/a Sprint) | (15) Frontier      | (22) Fort Jennings     | (29) Middle Point Home  | (36) Ridgeville       | (43) Wabash Mutual     |
| (8) Western Reserve               |                    |                        |                         |                       |                        |

**EXHIBIT B**  
**FairPoint Communications, Inc.**  
**RLEC Subsidiaries**  
**Twenty Nine Companies (Area Served)**  
**Operating in Eighteen States**

| <u>Company</u>   | <u>State of Incorporation</u> |
|--|-------------------------------|
| Bentleyville Communications Corporation<br>608 Main Street<br>Bentleyville, PA 15315<br>Area Served: Washington County in Southwestern PA                      | PA                            |
| Berkshire Telephone Corporation<br>19 Broad St.<br>P.O. Box 405<br>Kinderhook, NY 12106<br>Area Served: Five communities in Columbia County, NY                | NY                            |
| Big Sandy Telecom, Inc<br>631 Elk Street<br>P.O. Box 218<br>Simla, CO 80835<br>Area Served: Big Sandy including Elbert, El Paso & Lincoln Counties, CO         | DE                            |
| Bluestem Telephone Company<br>558 Broadway<br>P.O. Box 408<br>Americas, KS 66835<br>Area Served: Americus, Cedar Point, Chalk, Lake Kahola & Saffordville, KS  | DE                            |
| Chautauqua and Erie Telephone Corporation<br>30 Main Street<br>Westfield, NY 14787<br>Area Served: Communities in Northwestern corner of Chautauqua County, NY | NY                            |
| China Telephone Company<br>155 Gannett Drive<br>South Portland, ME 04106<br>Area Served: Three small communities in central Maine                              | ME                            |
| Chouteau Telephone Company<br>102 South McCracken<br>P.O. Box 909<br>Chouteau, OK 74337<br>Area Served: Chouteau, Cedar Crest & Peggs, OK                      | OK                            |

Columbine Telecom Company DE  
 5998 Highway 17 N  
 P.O. Box 174  
 Mosca, CO 81146  
 Area Served: Parts of Alamosa & Saguache Counties, including Towns of Crestone,  
 Hooper, Moffat & Mosca, CO

The Columbus Grove Telephone Company OH  
 112 West Sycamore Street  
 P.O. Box 36  
 Columbus Grove, OH 45830  
 Area Served: Putnam and Allen Counties in Northwest Ohio

Community Service Telephone Co. ME  
 155 Gannett Drive  
 South Portland, ME 04106  
 Area Served: Seven communities around the Augusta, ME area

C-R Telephone Company IL  
 106 North 6<sup>th</sup> Street  
 P.O. Box 339  
 Cornell, IL 61319  
 Area Served: Towns of Cornell & Ransom, IL

The El Paso Telephone Company IL  
 48 West 1<sup>st</sup> Street  
 P.O. Box 257  
 El Paso, IL 61738  
 Area Served: McLean & Wofford Counties including, El Paso, Panola &  
 Kappa, IL

Ellensburg Telephone Company WA  
 305 North Ruby Street  
 P.O. Box 308  
 Ellensburg, WA 98926  
 Area Served: Central Washington, including the Communities of Ellensburg,  
 Selah, Kittitas, Thorp, Vantage & Lauderdale

FairPoint Communications Missouri, Inc. MO  
 260 West First Street  
 P. O. Box 398  
 Peculiar, MO 64078  
 Area Served: Cass County, Missouri and Miami County, Kansas

Fremont Telcom Co. ID  
 110 East Main Street  
 St. Anthony, ID 83445  
 Area Served: All of Fremont County, ID & Part of Madison County, ID

GTC, Inc. d/b/a GT Com FL  
 502 Cecil G. Costin Sr. Blvd  
 P.O. Box 220  
 Port St. Joe, FL 32457  
 Area Served: Northwest Florida, Southern Georgia & Southern Alabama

Maine Telephone Company ME  
 155 Gannett Drive  
 South Portland, ME 04106  
 Area Served: Four communities on the northeast tip of Sebago Lake, ME (including Poland)

Marianna and Scenery Hill Telephone Company PA  
 608 Main Street  
 Bentleyville, PA 15315  
 Area Served: Marianna, Scenery Hill, Cokesburg, Ten Mile, Deenston & Lone Pine, PA

Northland Telephone Company of Maine, Inc. ME  
 155 Gannett Drive  
 South Portland, ME 04106  
 Area Served: Twenty-three communities ranging from central Maine to the northernmost Tip of the state and includes 2 small communities in New Hampshire

Odin Telephone Exchange, Inc. IL  
 102 East Kirkwood  
 P.O. Box 279  
 Odin, IL 62870  
 Areas Served: Towns of Odin, Shobonier, Martinsville & Oblong, IL

The Orwell Telephone Company OH  
 70 South Maple Street  
 P.O. Box 337  
 Orwell, OH 44076  
 Area Served: Four exchanges in Eastern Ohio & five exchanges in Western Ohio

Peoples Mutual Telephone Company VA  
 123 E. Watts Street, P.O. Box 367  
 Gretna, VA 24557  
 Area Served: Northern Pittsylvania County, VA



Sidney Telephone Company ME  
 155 Gannett Drive  
 South Portland, ME 04106  
 Area Served: Community of Sidney, ME in central Kennebec County, ME

Standish Telephone Company ME  
 155 Gannett Drive  
 South Portland, ME 04106  
 Area Served: Five communities in southwest Cumberland County, ME

STE/NE Acquisition Corp., DE  
 d/b/a Northland Telephone Co. of Vermont  
 155 Gannett Drive  
 South Portland, ME 04106  
 Area Served: Eight communities in central and northeastern Vermont.

Sunflower Telephone Company, Inc. KS  
 516 Plumb  
 P.O. Box 236  
 Tribune, KS 67879  
 Area Served: Western Kansas and approx 400 customers in  
 Eastern Colorado

Taconic Telephone Corp. NY  
 1 Taconic Place  
 P.O. Box 336  
 Chatham, NY 12037  
 Area Served: Eleven exchanges in portions of Columbia, Rensselaer &  
 Dutchess Counties in NY & Berkshire County in Mass.

Yates City Telephone Company IL  
 111 East 1<sup>st</sup> Street  
 Geneseo, IL 61254  
 Area Served: Knox County in IL

YCOM Networks, Inc. WA  
 106 Second Street SE  
 P.O. Box 593  
 Yelm, WA 98597  
 Area Served: Parts of Rural Thurston & Pierce Counties in WA including  
 Communities of Yelm & Rainier.

READ INSTRUCTIONS CAREFULLY  
BEFORE PROCEEDING

FEDERAL COMMUNICATIONS COMMISSION  
REMITTANCE ADVICE

Approved by OMB  
3060-0589  
Page 1 of 1

|  |                                       |   |                               |
|--|---------------------------------------|---|-------------------------------|
| (1) LOCK BOX #<br><b>358145</b>  |                                       | SPECIAL USE ONLY  |                               |
|  |                                       | FCC USE ONLY  |                               |
| SECTION A - PAYER INFORMATION  |                                       |   |                               |
| (2) PAYER NAME (if paying by credit card enter name exactly as it appears on the card)<br><b>Blooston, Mordkofsky, Dickens, Duffy &amp; Prendergast</b>                                      |                                       | (3) TOTAL AMOUNT PAID (U.S. Dollars and cents)<br><b>\$895.00</b> |                               |
| (4) STREET ADDRESS LINE NO. 1<br><b>2120 L Street, N.W.</b>  |                                       |   |                               |
| (5) STREET ADDRESS LINE NO. 2  |                                       |   |                               |
| (6) CITY<br><b>Washington,</b>   |                                       | (7) STATE<br><b>DC</b>  | (8) ZIP CODE<br><b>20037</b>  |
| (9) DAYTIME TELEPHONE NUMBER (include area code)<br><b>202/659-0830</b>  |                                       | (10) COUNTRY CODE (if not in U.S.A.)                              |                               |
| FCC REGISTRATION NUMBER (FRN) REQUIRED   |                                       |   |                               |
| (11) PAYER (FRN)<br><b>0003-7141-93</b>  |                                       | (12) FCC USE ONLY   |                               |
| IF MORE THAN ONE APPLICANT, USE CONTINUATION SHEETS (FORM 159-C)<br>COMPLETE SECTION BELOW FOR EACH SERVICE, IF MORE BOXES ARE NEEDED, USE CONTINUATION SHEET                                |                                       |   |                               |
| (13) APPLICANT NAME<br><b>MJD Ventures, Inc.</b>   |                                       |   |                               |
| (14) STREET ADDRESS LINE NO. 1<br><b>521 East Morehead Street, Suite 250</b>   |                                       |   |                               |
| (15) STREET ADDRESS LINE NO. 2   |                                       |   |                               |
| (16) CITY<br><b>Charlotte</b>  |                                       | (17) STATE<br><b>NC</b>   | (18) ZIP CODE<br><b>28202</b> |
| (19) DAYTIME TELEPHONE NUMBER (include area code)<br><b>704/344-8150</b>   |                                       | (20) COUNTRY CODE (if not in U.S.A.)                              |                               |
| FCC REGISTRATION NUMBER (FRN) REQUIRED   |                                       |   |                               |
| (21) APPLICANT (FRN)<br><b>0009-4063-56</b>  |                                       | (22) FCC USE ONLY   |                               |
| COMPLETE SECTION C FOR EACH SERVICE, IF MORE BOXES ARE NEEDED, USE CONTINUATION SHEET  |                                       |   |                               |
| (23A) CALL SIGN/OTHER ID   | (24A) PAYMENT TYPE CODE<br><b>CUT</b> | (25A) QUANTITY<br><b>1</b>  |                               |
| (26A) FEE DUE FOR (PTC)<br><b>\$895.00</b>   | (27A) TOTAL FEE<br><b>\$895.00</b>    | FCC USE ONLY  |                               |
| (28A) FCC CODE 1   |                                       | (29A) FCC CODE 2  |                               |
| (23B) CALL SIGN/OTHER ID   | (24B) PAYMENT TYPE CODE               | (25B) QUANTITY  |                               |
| (26B) FEE DUE FOR (PTC)  | (27B) TOTAL FEE                       | FCC USE ONLY  |                               |
| (28B) FCC CODE 1   |                                       | (29B) FCC CODE 2  |                               |
| SECTION D - CERTIFICATION  |                                       |   |                               |
| CERTIFICATION STATEMENT<br>I, _____, certify under penalty of perjury that the foregoing and supporting information is true and correct to the best of my knowledge, information and belief. |                                       |   |                               |
| SIGNATURE _____  |                                       | DATE _____  |                               |
| SECTION E - CREDIT CARD PAYMENT INFORMATION  |                                       |   |                               |
| MASTERCARD _____ VISA _____ AMEX _____ DISCOVER _____  |                                       |   |                               |
| ACCOUNT NUMBER _____   |                                       | EXPIRATION DATE _____   |                               |
| I hereby authorize the FCC to charge my credit card for the service(s)/authorization herein described.   |                                       |   |                               |
| SIGNATURE _____  |                                       | DATE _____  |                               |

SEE PUBLIC BURDEN ON REVERSE

FCC FORM 159

FEBRUARY 2003 (REVISED)